

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Prime Movers Lab Fund I LP</u> (Last) (First) (Middle) P.O. BOX 12829 (Street) JACKSON WY 83002 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Momentum Inc. [MNTS]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 02/14/2022	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	02/14/2022		S		218,575	D	\$3.3661 ⁽⁷⁾	15,859,885 ⁽¹⁰⁾	D ⁽¹⁾⁽⁶⁾	
Class A Common Stock	02/14/2022		S		86,639	D	\$3.3661 ⁽⁷⁾	6,286,561 ⁽¹¹⁾	I	Held by Momentum PML SPV 1 LP ⁽²⁾⁽⁶⁾
Class A Common Stock	02/14/2022		S		13,847	D	\$3.3661 ⁽⁷⁾	1,004,747 ⁽¹¹⁾	I	Held by Momentum PML SPV 2 LP ⁽³⁾⁽⁶⁾
Class A Common Stock	02/14/2022		S		34,345	D	\$3.3661 ⁽⁷⁾	2,492,049 ⁽¹¹⁾	I	Held by Momentum PML SPV 3 LP ⁽⁴⁾⁽⁶⁾
Class A Common Stock	02/14/2022		S		13,594	D	\$3.3661 ⁽⁷⁾	986,406	I	Held by Prime Movers Growth Fund I LP ⁽⁵⁾⁽⁶⁾
Class A Common Stock	02/15/2022		S		208,450	D	\$3.0093 ⁽⁸⁾	15,651,435	D ⁽¹⁾⁽⁶⁾	
Class A Common Stock	02/15/2022		S		82,626	D	\$3.0093 ⁽⁸⁾	6,203,935 ⁽¹¹⁾	I	Held by Momentum PML SPV 1 LP ⁽²⁾⁽⁶⁾
Class A Common Stock	02/15/2022		S		13,206	D	\$3.0093 ⁽⁸⁾	991,541 ⁽¹¹⁾	I	Held by Momentum PML SPV 2 LP ⁽³⁾⁽⁶⁾
Class A Common Stock	02/15/2022		S		32,754	D	\$3.0093 ⁽⁸⁾	2,459,295 ⁽¹¹⁾	I	Held by Momentum PML SPV 3 LP ⁽⁴⁾⁽⁶⁾
Class A Common Stock	02/15/2022		S		12,964	D	\$3.0093 ⁽⁸⁾	973,442	I	Held by Prime Movers Growth Fund I LP ⁽⁵⁾⁽⁶⁾
Class A Common Stock	02/16/2022		S		388,909	D	\$2.6912 ⁽⁹⁾	15,262,526	D ⁽¹⁾⁽⁶⁾	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	02/16/2022		S		154,156	D	\$2.6912 ⁽⁹⁾	6,049,779 ⁽¹¹⁾	I	Held by Momentus PML SPV 1 LP ⁽²⁾⁽⁶⁾
Class A Common Stock	02/16/2022		S		24,638	D	\$2.6912 ⁽⁹⁾	966,903 ⁽¹¹⁾	I	Held by Momentus PML SPV 2 LP ⁽³⁾⁽⁶⁾
Class A Common Stock	02/16/2022		S		61,109	D	\$2.6912 ⁽⁹⁾	2,398,186 ⁽¹¹⁾	I	Held by Momentus PML SPV 3 LP ⁽⁴⁾⁽⁶⁾
Class A Common Stock	02/16/2022		S		24,188	D	\$2.6912 ⁽⁹⁾	949,254	I	Held by Prime Movers Growth Fund I LP ⁽⁵⁾⁽⁶⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*

[Prime Movers Lab Fund I LP](#)

(Last) (First) (Middle)

P.O. BOX 12829

(Street)

JACKSON WY 83002

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Momentus PML SPV 1 LP](#)

(Last) (First) (Middle)

P.O. BOX 12829

(Street)

JACKSON WY 83002

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[MOMENTUS PML SPV 2 LP](#)

(Last) (First) (Middle)

P.O. BOX 12829

(Street)

JACKSON WY 83002

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Momentus PML SPV 3 LP](#)

(Last) (First) (Middle)

P.O. BOX 12829

(Street)

JACKSON WY 83002

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Prime Movers Growth Fund I LP](#)

(Last) (First) (Middle)

P.O. BOX 12829

(Street)

JACKSON WY 83002

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Sloss Dakin](#)

(Last) (First) (Middle)

C/O PRIME MOVERS LAB, P.O. BOX 12829

(Street)

JACKSON WY 83002

(City) (State) (Zip)

Explanation of Responses:

1. Held by Prime Movers Lab Fund I LP ("PML"). Prime Movers Lab GP I LLC ("PML GP") is the general partner of PML.
2. Held by Momentus PML SPV 1 LP ("PML SPV 1"). PML GP is the general partner of PML SPV 1.
3. Held by Momentus PML SPV 2 LP ("PML SPV 2"). Prime Movers Lab GP II LLC ("PML GP II") is the general partner of PML SPV 2.
4. Held by Momentus PML SPV 3 LP ("PML SPV 3"). PML GP II is the general partner of PML SPV 3.
5. Held by Prime Movers Growth Fund I LP ("PM Growth"). Prime Movers Growth GP I LLC ("PM Growth GP") is the general partner of PM Growth.
6. Dakin Sloss is the manager of PML GP, PML GP II and PM Growth GP, and may be deemed to beneficially own the securities held by PML, PML SPV 1, PML SPV 2, PML SPV 3 and PM Growth. Mr. Sloss disclaims any beneficial ownership of the securities reported herein for purposes of Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), except to the extent of its pecuniary interest therein.
7. The price of \$3.3661 per share represents a weighted average of purchase prices ranging from \$3.00 to \$3.61 per share. The reporting person undertakes to provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
8. The price of \$3.0093 per share represents a weighted average of purchase prices ranging from \$2.96 to \$3.12 per share. The reporting person undertakes to provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
9. The price of \$2.6912 per share represents a weighted average of purchase prices ranging from \$2.585 to \$2.845 per share. The reporting person undertakes to provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
10. Amount includes 172,863 shares inadvertently omitted from the prior Form 4 due to a clerical error.
11. This amendment is being filed to correct a technical error that caused the omission of Momentus PML SPV 1 LP, Momentus PML SPV 2 LP, and Momentus PML SPV 3 LP as reporting persons.

[/s/ Jon Layman, Authorized](#)

[Person on behalf of the
General Partner of each](#)

[02/18/2022](#)

[Reporting Person](#)

[Dakin Sloss /s/ Jon Layman,
Attorney-in-fact](#)

[02/18/2022](#)

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.